

ELECTRONICALLY FILED  
July 28, 2006

1 STUTMAN, TREISTER & GLATT, P.C.  
 2 FRANK A. MEROLA  
 3 (CA State Bar No. 136934  
 4 EVE H. KARASIK  
 5 (CA State Bar No. 155356)  
 6 CHRISTINE M. PAJAK  
 7 (CA State Bar No. 217173), Members of  
 Stutman, Treister & Glatt P.C.  
 8 1901 Avenue of the Stars, 12<sup>th</sup> Floor  
 Los Angeles, California 90067  
 Telephone: (310) 228-5600  
 Facsimile: (310) 228-5788  
 Email: [fmerola@stutman.com](mailto:fmerola@stutman.com)  
[ekarasik@stutman.com](mailto:ekarasik@stutman.com)  
[cpajak@stutman.com](mailto:cpajak@stutman.com)  
 Counsel for the Official Committee Of  
 Equity Security Holders Of USA Capital First Trust  
 Deed Fund, LLC

SHEA & CARLYON, LTD.  
 JAMES PATRICK SHEA  
 (Nevada State Bar No. 000405)  
 CANDACE C. CARLYON  
 Nevada State Bar No. 002666)  
 SHLOMO S. SHERMAN  
 (Nevada State Bar No. 009688  
 233 South Fourth Street, Second Floor  
 Las Vegas, Nevada 89101  
 Telephone: (702) 471-7432  
 Facsimile: (702) 471-7435

Email: [jshea@sheacarlyon.com](mailto:jshea@sheacarlyon.com)  
[ccarlyon@sheacarlyon.com](mailto:ccarlyon@sheacarlyon.com)  
[ssherman@sheacarlyon.com](mailto:ssherman@sheacarlyon.com)

11 UNITED STATES BANKRUPTCY COURT  
 12 DISTRICT OF NEVADA

13 In re:	) BK-S-06-10725-LBR
14 USA COMMERCIAL MORTGAGE COMPANY,	) Chapter 11
15 Debtor.	)
16 In re:	) BK-S-06-10726-LBR
17 USA CAPITAL REALTY ADVISORS, LLC,	) Chapter 11
18 Debtor.	)
19 In re:	) BK-S-06-10727-LBR
20 USA CAPITAL DIVERSIFIED TRUST DEED FUND, LLC,	) Chapter 11
21 Debtor.	)
22 In re:	) BK-S-06-10728-LBR
23 USA CAPITAL FIRST TRUST DEED FUND, LLC,	) Chapter 11
24 Debtor.	)
25 In re:	) BK-S-06-10729-LBR
26 USA SECURITIES, LLC,	) Chapter 11
27 Debtor.	)
28 Affects	) Date: August 4, 2006 Time: 9:30 a.m.
<input checked="" type="checkbox"/> All Debtors	)
<input type="checkbox"/> USA Commercial Mortgage Co.	)
<input type="checkbox"/> USA Securities, LLC	)
<input type="checkbox"/> USA Capital Realty Advisors, LLC	)
<input type="checkbox"/> USA Capital Diversified Trust Deed	)
<input type="checkbox"/> USA First Trust Deed Fund, LLC	)

26 **SUPPLEMENTAL CERTIFICATE OF SERVICE RE: JOINT LIMITED OPPOSITION BY THE FUND**  
 27 **COMMITTEES TO DEBTORS' MOTION FOR ORDER APPROVING CONTINUED USE OF CASH**  
 28 **THROUGH OCTOBER 29, 2006 PURSUANT TO THIRD REVISED BUDGET (AFFECTS ALL**  
**DEBTORS)**

1 I HEREBY CERTIFY that on the 27<sup>th</sup> of July, 2006, I served the following document:

2 **JOINT LIMITED OPPOSITION BY THE FUND COMMITTEES TO DEBTORS'**  
3 **MOTION FOR ORDER APPROVING CONTINUED USE OF CASH THROUGH**  
4 **OCTOBER 29, 2006, PURSUANT TO THIRD REVISED BUDGET (AFFECTS ALL**  
**DEBTORS)**

5 I served the above named document(s) by the following means to the persons as listed  
6 below:

- 7                    a. ECF System.  
8                    b. United States mail, postage full prepaid to the following: See Attached  
9 Rider  
10                    c. Personal service.

11 I personally delivered the documents to the persons at these addresses:

- 12                    For a party represented by an attorney, delivery was made by handing the  
13 document(s) at the attorney's office with a clerk or other person in charge,  
14 or if no one is in charge, by leaving the document(s) in a conspicuous  
15 place in the office.  
16                    For a party, delivery was made by handing the document(s) to the party or  
17 by leaving the document(s) at the person's dwelling house or usual place  
18 of abode with someone of suitable age and discretion residing there.  
19                    d. By direct email to Stan Wolken at bayareastan@yahoo.com.

20 Based upon the written agreement of the parties to accept service by email or  
21 a court order, I caused the document(s) to be sent to the persons at the email  
22 addresses listed below. I did not receive, within a reasonable time after the  
23 transmission, any electronic message or other indication that the transmission  
24 was unsuccessful.

25

26

27

28

1            e. By fax transmission.

2           Based upon the written agreement of the parties to accept serve by fax  
3           transmission or a court order, I faxed the document(s) to the persons at the fax  
4           numbers listed below. No error was reported by the fax machine that I used.  
A copy of the record of the fax transmission is attached.

5            f. By messenger.

6           I served the document(s) by placing them in an envelope or package addressed  
7           to the persons at the addresses listed below and providing them to a messenger  
for service.

8           I declare under penalty of perjury that the foregoing is true and correct.

9  
10          DATED this 27th day of July, 2006.

11            
12          Joanne C. Metcalf, an employee  
13          of STUTMAN, TREISTER & GLATT  
14          PROFESSIONAL CORPORATION

USA Commercial Mortgage Company

#5870

Master Service List

Doc. #390939, v/2

Debtors

USA Commercial Mortgage Co., et al.  
Attn: Thomas J. Allison  
4484 South Pecos Road  
Las Vegas, NV 89121

Attys for Debtors

Annette W. Jarvis  
Ray Quinney & Nebeker P.C.  
36 So. State Street, Suite 1400  
P.O. Box 45385  
Salt Lake City, UT 84145-0385

Attys for Debtors

Lenard E. Schwartzer  
Jeanette E. McPherson  
Schwartzer & McPherson Law Firm  
2850 So. Jones Blvd., Suite 1  
Las Vegas, NV 89146-5308

Office of the U.S. Trustee  
300 Las Vegas Blvd. South  
Suite 4300  
Las Vegas, NV 89101

CO-COUNSEL FOR EQUITY  
SECURITY HOLDERS OF USA  
CAPITAL FIRST TRUST DEED FUND,  
LLC

James Patrick Shea, Candace Carlyon,  
Shawn W. Miller & Shlomo S. Sherman  
Shea & Carlyon, Ltd  
233 S. Fourth St., 2nd Floor  
Las Vegas, NV 89101

USA CAPITAL REALTY ADVISORS,  
LLC  
UNSECURED CREDITORS

Kummer, Kaempfer, Bonner & Renshaw  
3800 Howard Hughes Pkwy.  
7th Floor  
Las Vegas, NV 89109

Intershaw  
The Githler Center  
1258 North Palm Ave.  
Sarasota, FL 34236

USA SECURITIES, LLC  
UNSECURED CREDITORS

James Hull  
c/o Signature Financial  
2601 Airport Drive  
Torrance, CA 90505

George Gorman  
c/o Financial West Group  
4510 E. Thousand Oaks Blvd.  
Thousand Oaks, CA 91362

R. Hagmaier  
c/o Financial West Group  
4510 E. Thousand Oaks Blvd.  
Thousand Oaks, CA 91362

Tim Rich  
c/o Financial West Group  
4510 E. Thousand Oaks Blvd.  
Thousand Oaks, CA 91362

COUNSEL FOR OFFICIAL  
COMMITTEE OF UNSECURED  
CREDITORS OF USA COMMERCIAL  
MORTGAGE COMPANY

Rob Charles, Susan M. Freeman  
Lewis and Roca, LLP  
3993 Howard Hughes Parkway, 6th Floor  
Las Vegas, NV 89169-0961

UNSECURED CREDITORS'  
COMMITTEE FOR USA COMMERCIAL  
MORTGAGE COMPANY

Bunch, Dell  
1909 Red Robin Court  
Las Vegas, NV 89134

Dell Bunch dba Loan Partners Capital  
Attn: Donald R. Walker  
9209 Eagle Hills Drive  
Las Vegas, NV 89134-6109

Advanced Information System  
Attn: Michael T. Yoder  
4270 Cameron St., Suite 1  
Las Vegas, NV 89103

Russell Ad Development Group, LLC  
P.O. BOX 28216  
Scottsdale, AZ 85255

Russell/AD Development Group, LLC  
Attn: Robert A. Russell  
8585 E. Hartford Dr., Ste. 500  
Scottsdale, AZ 85255

Annee Nounna  
8057 Lands End Court  
Las Vegas, NV 89117-7635

Robert L. Hagmaier  
15254 Candlewood Court  
Lake Oswego, OR 97035

COMMITTEE OF EQUITY SECURITY  
HOLDERS OF USA CAPITAL FIRST  
TRUST DEED FUND, LLC

Robert E. Taylor  
1535 Flynn Road  
Camarillo, CA 93012

Robert E. Taylor  
c/o Chuck Heinrichs  
198 El Pajaro  
Newbury Park, CA 91320

John Warner Jr., IRA  
C/O First Savings Bank  
2605 East Flamingo Rd  
Las Vegas, NV 89121

John H. Warner, Jr.  
2048 North Chetro Trail  
St. George, UT 84770-5345

Mary E. & Matthew Moro  
1009 – 8th Street  
Manhattan Beach, CA 90266

Richard G. Woudstra Revoc. Trust  
Richard G. Woudstra Trustee  
P.O. Box 530025  
Henderson, NV 89053

Wen Baldwin Separate  
Property Trust u/a/d 9/2/97  
Wen Baldwin, Trustee  
365 Dooley Drive  
Henderson, NV 89015

John Goings  
P.O. Box 174  
Masonville, CO 80541

COUNSEL FOR OFFICIAL  
COMMITTEE OF EQUITY SECURITY  
HOLDERS OF USA CAPITAL  
DIVERSIFIED TRUST DEED FUND,  
LLC

Marc A. Levinson  
Lynn Trinka Ernce  
Orrick, Herrington & Sutcliff, LLP  
400 Capital Mall, Suite 3000  
Sacramento, CA 95814

Bob L. Olson  
Anne M. Loraditch  
Beckley Singleton Chtd.  
530 Las Vegas Blvd. South  
Las Vegas, NV 89101

COMMITTEE OF EQUITY SECURITY  
HOLDERS OF USA CAPITAL  
DIVERSIFIED TRUST DEED FUND,  
LLC

Robert Worthen  
1112 Worthen Circle  
Las Vegas, NV 89145

Katz 2000 Separate Property Trust  
Sara M. Katz,  
Managing Trustee  
4250 Executive Square, #670  
San Diego, CA 92037

Thomas C. Lawyer Family Trust  
Attn: Thomas C. Lawyer  
45 Ventana Canyon Dr.  
Las Vegas, NV 89113

Jerry T. McGimsey  
3115 S. El Camino Road  
Las Vegas, NV 89146-6621

Charles O. Nichols and Flora A. Nichols  
2561 Seaside Drive  
Las Vegas, NV 89128

Robert Hardy  
6510 Ansonia Court  
Las Vegas, NV 89118-1874

COUNSEL FOR THE OFFICIAL  
COMMITTEE OF HOLDERS OF  
EXECUTORY CONTRACT RIGHTS OF  
USA COMMERCIAL MORTGAGE  
COMPANY

Gordon & Silver, LTD.  
Attn: Gerald M. Gordon, Gregory E.  
Garman, Talitha B. Gray & Matthew C.  
Zirzow, Esq.  
3960 Howard Hughes Pkwy, 9th Fl.  
Las Vegas, NV 89109

USA COMMERCIAL MORTGAGE CO.  
EXECUTORY CONTRACTS  
DIRECT LENDER COMMITTEE

Fertitta Enterprises, Inc.  
2960 W. Sahara Ave., Suite 200  
Las Vegas, NV 89102

William J. Bullard  
Fertitta Enterprises, Inc.  
P.O. Box 27555  
Las Vegas, NV 89126-1555

Helms Homes, LLC  
Attn: Terry Helms  
809 Upland Blvd.  
Las Vegas, NV 89107

Terry R. Helms Living Trust 11/94  
Attn: Terry Helms  
809 Upland Blvd.  
Las Vegas, NV 89107

Dennis Flier, Inc. Defined  
Benefit Trust Dated 6/29/87  
20155 Porto Vita Way, #1803  
Aventura, FL 33180

Arthur Polacheck  
2056 Woodlake Circle  
Deerfield Beach, FL 33442

James W. McCollum & Pamela P.  
McCollum  
1011 F Avenue  
Coronado, CA 92118

Edward M. Homfeld  
Homfeld II, LLC  
777 S. Federal Highway  
Suite N-409  
Pompano Beach, FL 33062

Homfeld II, LLC  
Attn: Edward W. Homfeld  
858 Bishop Road  
Grosse Pointe Park, MI 48230

GOVERNMENTAL AND  
REGULATORY ENTITIES:

Nevada Mortgage Lending Div.  
Attn: Susan Eckhardt  
3075 E. Flamingo #100  
Las Vegas, NV 89121

U.S. Securities & Exchange Comm.  
Attn: Sandra W. Lavigna.  
5670 Wilshire Blvd., 11th Floor  
Los Angeles, CA 90036-3648

Pension Benefit Guaranty Corp.  
Office of the Chief Counsel  
1200 K Street N.W.  
Washington, D.C. 20005-4026

Dept. of Employment Training  
Employ. Sec Div. Contribut. Sec.  
500 East Third Street  
Carson City, NV 89713-0030

DMV and Public Safety  
Records Section  
555 Wright Way  
Carson City, NV 89711-0250

Employers Ins. Co. of NV  
Attn: Bankruptcy Desk  
9790 Gateway Drive  
Reno, NV 89521-5906

NV Dept. of Taxation  
Bankruptcy Division  
555 E. Washington #1300  
Las Vegas, NV 89101

IRS  
Attn: Bankruptcy Dept.  
Stop 5028  
110 City Parkway  
Las Vegas, NV 89106

Secretary of State  
State of Nevada  
202 N. Carson Street  
Carson City, NV 89701

NV Dept. of Taxation  
Revenue Division  
Capitol Complex  
Carson City, NV 89710-0003

Office of Labor Commissioner  
555 E. Washington Ave.  
Suite 4100  
Las Vegas, NV 89101

Daniel G. Bogden  
Carlos A. Gonzalez  
Office of U.S. Atty, District of Nevada  
323 Las Vegas Blvd. So. #5000  
Las Vegas, NV 89101

U.S. Dept. of Justice  
Tax Div. – Western Region  
P.O. Box 683  
Ben Franklin Station  
Washington D.C. 20044

IRS  
Ogden, UT 84201

FHA/HUD  
District Office  
333 North Rancho Dr., #700  
Las Vegas, NV 89106-3797

Dept. of Veterans Affairs  
Loan Service and Claims  
3225 North Central  
Phoenix, AZ 85012

Clark County Treasurer  
c/o Bankruptcy Clerk  
P.O. Box 551220  
Las Vegas, NV 89155-1220

Clark County Assessor  
c/o Bankruptcy Clerk  
P.O. Box 551401  
Las Vegas, NV 89155-1401

NOTICES OF  
APPEARANCE/REQUESTS FOR  
SPECIAL NOTICE

Don Tomlin  
c/o David W. Mounier  
15316 Sky High Road  
Escondido, CA 92025

Maryetta Bowman  
534 Enchanted Lakes Drive  
Henderson, NV 89052

Edward W. Homfeld  
Homfeld II, LLC  
777 South Federal Highway, Suite N-409  
Pompano Beach, Florida 33062

Richard McKnight, Esq.  
330 South Third St., #900  
Las Vegas, NV 89101

R. J. Rocco  
12617 Cottageville Lane  
Keller, TX 76248

Margie Gandolfo  
1724 Arrow Wood Drive  
Reno, NV 89521

Janny Catharina Brouwer  
2533 Kinnard Avenue  
Henderson, NV 89074

Robert R. Kinias, Esq.  
Jennifer L. McBee  
Snell & Wilmer, LLP  
3800 Howard Hughes Parkway, #1000  
Las Vegas, NV 89109

Michael R. Shuler  
c/o Jay R. Eaton  
Eaton & O'Leary, PLLC  
115 Grove Avenue  
Prescott, AZ 86301

Kermit Kruse  
2710 Albany Avenue  
Davis, CA 95616

Kelly J. Brinkman, Esq.  
Goold Patterson, Alex & Day  
4496 So. Pecos Road  
Las Vegas, NV 89121

Janet L. Chubb, Esq.  
Jones Vargas  
100 West Liberty St., 12th Floor  
P.O. Box 281  
Reno, NV 89504-0281

Martin B. Weiss, Esq.  
The Garrett Group, LLC  
One Betterworld Circle, Suite 300  
Temecula, CA 92590

Attila Jefzenszky  
1720 Colavita Way  
Reno, NV 89521

Vince Danelian  
P.O. Box 97782  
Las Vegas, NV 89193

William L. McGimsey, Esq.  
601 E. Charleston Blvd.  
Las Vegas, NV 89104

Paul & Donna Jacques  
810 S.E. 7th St., A103  
Deerfield Beach, FL 33441

Peter Bolino  
17412 Serene Drive  
Morgan Hill, CA 95037

STAN WOLKEN  
Send notice to:  
bayareastan@yahoo.com

Sean Najarian, Esq.  
The Najarian Law Firm  
283 S. Lake Ave., Suite 205  
Pasadena, CA 91101

Bank of America  
c/o Scott D. Fleming, Esq.  
Hale Lane Peek Dennison Howard  
3930 Howard Hughes Pkwy. 4th Fl  
Las Vegas, NV 89109

Nile Leatham  
James Mac Robbie  
Kolesar & Leatham, CHTD  
3320 W. Sahara Ave., #380  
Las Vegas, NV 89102-3202

Laurel L. Davis, Esq.  
Lionel Sawyer & Collins  
4700 Bank of America Plaza  
300 S. Fourth St.  
Las Vegas, NV 89101

American Express Bank FSB  
c/o Gilbert B. Weisman, Esq.  
Becket and Lee LLP  
P.O. Box 3001  
Malvern, PA 19355-0701

S&J Enterprise Invest.  
c/o Caryn S. Tijsseling, Esq.  
Beesley, Peck & Matteoni, Ltd.  
5011 Meadowood Mall Way, Ste. 300  
Reno, NV 89502

Nicholas J. Santoro  
400 S. Fourth St., 3rd Floor  
Las Vegas, NV 89101

Jed A. Hart  
Angelo, Gordon & Co.  
245 Park Avenue, 26th Floor  
New York, NY 10167

Bradley J. Stevens  
3300 N. Central Avenue  
Suite 1800  
Phoenix, AZ 85012

CiCi Cunningham/James Kohl &  
Christine Roberts  
Rawlings Olson Cannon, et al.  
9950 W. Cheyenne Ave.  
Las Vegas, NV 89129

Franklin C. Adams, Esq.  
Best Best & Krieger, LLP  
3750 University Ave. #400  
P.O. Box 1028  
Riverside, CA 92502-1028

Jeffrey G. Sloane  
Regina M. McConnell  
Kravitz, Schnitzer, Sloane, Johnson et al.  
1389 Galleria Dr., Suite 200  
Henderson, NV 89014

Kevin B. Christensen, Xanna  
Hardman & Evan James  
7440 W. Sahara Ave.  
Las Vegas, NV 89117

R. Mason/P. Smoots/M. Schmahl  
McGuire Woods LLP  
77 W. Wacker Drive, Ste. 4100  
Chicago, IL 60601

Donald Polednak  
Jeffrey R. Sylvester  
Sylvester & Polednak, Ltd.  
7371 Prairie Falcon, Suite 120  
Las Vegas, NV 89128

Peter Susi, Esq., Jae Michaelson, Esq.  
Michaelson, Susi & Michaelson  
Seven W. Figueroa St., 2nd Floor  
Santa Barbara, CA 93101

Allison Mackenzie Russell, et al.  
Joan C. Wright  
402 N. Division St.  
P.O. Box 646  
Carson City, NV 89702

Bay Communities  
c/o Chris McKinney  
4800 No. Federal Highway, Suite A205  
Boca Raton, FL 33431

Bolick & Boyer  
Erven Nelson/Robert Bolick  
6060 W. Elton Ave., Suite A  
Las Vegas, NV 89107

Callister & Reynolds  
Matthew Q. Callister  
823 Las Vegas Blvd. South  
Las Vegas, NV 89101

Andrew Welcher  
c/o Nordman Cormany Hair & Compton  
Attn: William E. Winfield, Esq.  
1000 Town Center Dr., Sixth Fl.  
P.O. Box 9100  
Oxnard, CA 93031

Robert Verchota, Gen. Partner  
c/o R&N Real Estate Inv. LP  
Attn: Jeffrey A. Cogan, Esq.  
3990 Vegas Drive  
Las Vegas, NV 89108

Law Offices Of James G. Schwartz  
Attn: James G. Schwartz/Joshua D. Brysk  
7901 Stoneridge Drive, Ste. 401  
Pleasanton, CA 94588

Scott K. Canepa  
Canepa, Riedy & Rubino  
851 S. Rampart Blvd., #160  
Las Vegas, NV 89145

Franklin/Stratford Investment LLC  
c/o Deaner, Deaner,, Scann et al.  
Attn: Susan Scann/Paul Connaghan  
720 So. Fourth Street, Ste. 300  
Las Vegas, NV 89101

Thomas R. Brooksbank  
Brooksbank & Associates  
689 Sierra Rose Dr., Suite A-2  
Reno, NV 89511

Stephen R. Harris  
Belding, Harris & Petroni, Ltd.  
Attys for Frank Snopko  
417 West Plumb Lane  
Reno, NV 89509

Wade Gochnour/Aryn Fitzwater  
Haney, Woloson & Mullins  
Attys for Liberty Bank  
1117 So. Rancho Drive  
Las Vegas, NV 89102

Joseph Huggins  
Huggins & Associates  
1000 N. Green Valley Pkwy., #440-2  
Henderson, NV 89014

Andrew M. Brumby, Esq.  
Shutts & Bowen  
Attys for Standard Property Development,  
LLC  
P.O. Box 4956  
Orlando, Florida 32802-4956

Woodburn & Wedge  
Attn: John F. Murtha, Esq.  
6100 Neil Road, Ste. 500  
P.O. Box 2311  
Reno, NV 89505

William D. Cope  
Cope & Guerra  
595 Humboldt Street  
Reno, NV 89509-1603

Russell James Zuardo  
1296 High Forest Avenue  
Las Vegas, NV 89123

BMC Group, Inc.  
1330 East Franklin Ave.  
El Segundo, CA 90245

Jonathan L. Mills  
Sugar, Friedberg & Felsenfeld, LLP  
Attys for Norman Kiven  
30 North Lasalle St., Suite 3000  
Chicago, IL 60602

R. Walker/E. Loveridge/R. Lamber  
Woodbury & Kesler, P.C.  
Attys for Milanowski, Hantges, etc., et al  
265 E. 100 South, Suite 300  
Salt Lake City, UT 84111

R. Vaughn Gourley, Esq.  
Stephens, Gourley & Bywater  
Attys for Standard Property Development,  
LLC  
3636 No. Rancho Drive  
Las Vegas, NV 89130

Howard Connell  
1001 Jennis Silver Street  
Las Vegas, NV 89145

Thomas & Stilly, Sussman, Shank, LLP  
1000 SW Broadway, Suite 1400  
Portland, OR 97205-33089

John Peter Lee, Ltd.  
John Peter Lee, Esq.  
830 Las Vegas Blvd., South  
Las Vegas, NV 89101

Jerrold T. Martin  
8423 Paso Robles  
Northridge, CA 91325

Goldsmith & Guymon, P.C.  
Attn: Marjorie A. Guymon  
2055 N. Village Center Circle  
Las Vegas, NV 89134

Whitney B. Warnick, Esq.  
Albright, Stoddard, Warnick & Albright  
Attys for Michael & Carol Hedlund  
801 So. Rancho Drive, Suite D-4  
Las Vegas, NV 89106